

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	:
	:
	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i>,	:
	:
	Case No. 18-23538 (RDD)
	:
Debtors.¹	:
	(Jointly Administered)
-----X	

AFFIDAVIT OF SERVICE

I, Nora Hafez, depose and say that I am employed by Prime Clerk LLC (“***Prime Clerk***”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

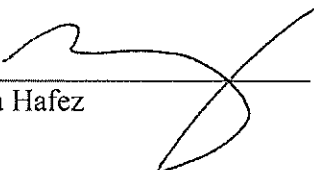
On December 16, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Fee Application Service List attached hereto as **Exhibit A**:

- Third Interim Fee Application of Paul, Weiss, Rifkind, Wharton & Garrison LLP, Attorneys for the Debtors for the Period from July 1, 2019 Through and Including October 31, 2019 [Docket No. 6225]
- Third Interim Fee Application of Young Conaway Stargatt & Taylor, LLP, as Conflicts Counsel for the Debtors for the Period from July 1, 2019 Through October 31, 2019 [Docket No. 6226]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

- Third Application of Weil, Gotshal & Manges LLP, as Attorneys for Debtors, for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred from July 1, 2019 through and including October 31, 2019 [Docket No. 6232]

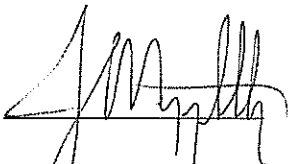
Dated: December 19, 2019



Nora Hafez

State of New York
County of New York

Subscribed and sworn to (or affirmed) before me on December 19, 2019, by Nora Hafez, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

JAMES A. MAPPLETHORPE
Notary Public, State of New York
No. 01MA6370846
Qualified in New York County
Commission Expires February 12, 2022

Exhibit A

Exhibit A
Fee Application Service List
Served as set forth below

NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	POSTAL CODE	EMAIL	METHOD OF SERVICE
Akin Gump Strauss Hauer & Feld LLP	Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L. Brauner						idizengoff@akingump.com; pdublin@akingump.com; aquareshi@akingump.com; sbrauner@akingump.com	Email
Ballard Spahr LLP	Attn: David L. Pollack, Vincent J. Marriott, III	52nd Floor - Mellon Bank Center	1735 Market Street	Philadelphia	PA	19103	pollack@ballardspahr.com; marriott@ballardspahr.com	First Class Mail and Email
Ballard Spahr LLP	Attn: Leslie C. Heilman, Matthew G. Summers, Tobey M. Daluz, Laurel D. Roglen, Chantelle D. McClamb	919 N. Market Street	11th Floor	Wilmington	DE	19801	heilmanl@ballardspahr.com; summersm@ballardspahr.com; daluzt@ballardspahr.com; roglenl@ballardspahr.com; mcclambc@ballardspahr.com	First Class Mail and Email
Ballard Spahr LLP	Attn: Paul E. Harner, Alyssa E. Kutner	1675 Broadway	19th Floor	New York	NY	10019-5820	harnerp@ballardspahr.com; kutnera@ballardspahr.com	First Class Mail and Email
Chambers of Honorable Robert Drain	US Bankruptcy Court SDNY	300 Quarropas Street Rm 248		White Plains	NY	10601		Overnight Mail
Office of The United States Trustee for Region 2	Attn: Paul Schwartzberg, Richard Morrissey	201 Varick St	Ste 1006	New York	NY	10014	richard.morrissey@usdoj.gov; paul.schwartzberg@usdoj.gov	Overnight Mail and Email
Sears Holding Corporation	Attn: Stephen Sitley Esq., Luke J. Valentino, Esq., Rob Riecker	3333 Beverly Road		Hoffman Estates	IL	60179	rob.riecker@searshc.com; luke.valentino@searshc.com	First Class Mail and Email
Skadden, Arps, Slate, Meagher & Flom LLP	Attn: Paul Leake, Esq., Shana Elberg, Esq., and George R. Howard, Esq.						Paul.Leake@skadden.com; Shana.Elberg@skadden.com; George.Howard@skadden.com	Email
Weil, Gotshal & Manges LLP	Attn: Ray C. Schrock, P.C., Jacqueline Marcus, Garrett A. Fail, Sunny Singh, Jared R. Friedmann, Jessie B. Mishkin, Esq.						ray.schrock@weil.com; garrett.fail@weil.com; jacqueline.marcus@weil.com; sunny.singh@weil.com; JeriLeigh.Miller@weil.com; jessica.liou@weil.com; Paloma.VanGroll@weil.com; Jared.Friedmann@weil.com; Jessie.Mishkin@weil.com	Email